

000786 09/03/2002

Form **5471**

(Rev. May 2001)

Department of the Treasury
Internal Revenue Service**Information Return of U.S. Persons With
Respect To Certain Foreign Corporations**

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by
section 898) (see instructions) beginning 01/01, 2001, and ending 12/31, 2001

OMB No. 1545-0704

File in Duplicate

(see When and
Where To File in the
instructions)

Name of person filing this return

W. R. GRACE & CO. & SUBSIDIARIES

Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address)

5400 BROKEN SOUND BLVD. - SUITE 300

City or town, state, and ZIP code

BOCA RATON, FL 33487

A Identifying number

65-0773649

B Category of filer (See instructions. Check applicable box(es)):1 ☐ 2 ☐ 3 ☐ 4 ☒ 5 ☒**C Enter the total percentage of the foreign corporation's voting stock**

you owned at the end of its annual accounting period 100 %

Filer's tax year beginning 01/01, 2001, and ending 12/31, 2001

D Person(s) on whose behalf this information return is filed:

| (1) Name | (2) Address | (3) Identifying number | (4) Check applicable box(es) | | |
|----------|-------------|------------------------|------------------------------|---------|----------|
| | | | Shareholder | Officer | Director |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

Important: Fill in all applicable lines and schedules. All information must be in the English language. All amounts must be stated in U.S. dollars unless otherwise indicated.**1a Name and address of foreign corporation**

W. R. GRACE TAIWAN, INC.

NO 38, PEI-YUAN ROAD

CHUNG-LI, TAIYUAN, TAIWAN R.O.C.

b Employer identification number, if any**c Country under whose laws incorporated**

TAIWAN

d Date of incorporation

09/15/86

e Principal place of busn.

REPUBLIC OF CHINA

**f Principal business activity
code number**

325900

g Principal business activityOTHER CHEMICAL
PRODUCT MFG**h Functional currency**

New Taiwan Dollar

2 Provide the following information for the foreign corporation's accounting period stated above.**a Name, address, and identifying number of branch office or agent
(if any) in the United States**

NONE

b If a U.S. income tax return was filed, please show:

(i) Taxable income or (loss)

(ii) U.S. income tax paid
(after all credits)**c Name and address of foreign corporation's statutory or resident
agent in country of incorporation****d Name and address (including corporate department, if applicable) of
person (or persons) with custody of books & records of the foreign
corporation, and the location of such books and records, if different**

M. LIANG

Schedule A Stock of the Foreign Corporation**Part I — ALL Classes of Stock**

| (a) Description of each class of stock | (b) Number of shares issued and outstanding | |
|----------------------------------------|---------------------------------------------|--------------------------------------|
| | (i) Beginning of annual accounting period | (ii) End of annual accounting period |
| COMMON | 23,000 | 23,000 |
| | | |
| | | |
| | | |

Part II — Additional Information for Preferred Stock

(To be completed only by Category 1 filers for foreign personal holding companies)

| (a) Description of each class of Preferred stock (Note: This description should match the corresponding description entered in Part I, column (a).) | (b) Par value in functional currency | (c) Rate of dividend | (d) Indicate whether stock is cumulative or noncumulative |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|----------------------|-----------------------------------------------------------------|
| | | | |
| | | | |
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For Paperwork Reduction Act Notice, see the separate instructions.

Form **5471** (Rev. 5-2001)

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Form 5471 (Rev. 5-2001)

Schedule E U.S. Shareholders of Foreign Corporation (See the instructions.)

| (a) Name, address, and identifying number of shareholder | (b) Description of each class of stock held by shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a).) | (c) Number of shares held at beginning of annual accounting period | (d) Number of shares held at end of annual accounting period | (e) Pro rata share of subpart F income (enter as a percentage) |
|-------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|--------------------------------------------------------------|----------------------------------------------------------------|
| *W.R. GRACE & CO-CONN 7500 GRACE DRIVE COLUMBIA, MD 21044 13-5114230 | COMMON | 23,000 | 23,000 | |
| | | | | |
| | | | | |
| | | | | |
| *A WHOLLY OWNED DOMESTIC SUBSIDIARY OF W.R. GRACE & CO. | | | | |
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Schedule C Income Statement (See the instructions.)

Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

| | | Functional Currency | U.S. Dollars |
|------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|--------------|
| I N C O M E | 1a Gross receipts or sales | 1a 143,468,489. | 4,238,059. |
| | b Returns and allowances | 1b 1,275,282. | 37,672. |
| | c Subtract line 1b from line 1a | 1c 142,193,207. | 4,200,387. |
| | 2 Cost of goods sold | 2 92,616,962. | 2,735,905. |
| | 3 Gross profit (subtract line 2 from line 1c) | 3 49,576,245. | 1,464,482. |
| | 4 Dividends | 4 | |
| | 5 Interest | 5 -3,568,768. | -105,421. |
| | 6 Gross rents, royalties, and license fees | 6 | |
| | 7 Net gain or (loss) on sale of capital assets | 7 | |
| D E D U C T I O N S | 8 Other income (attach schedule) SEE. STATEMENT. 1 | 8 -1,133,730. | -33,490. |
| | 9 Total income (add lines 3 through 8) | 9 44,873,747. | 1,325,571. |
| | 10 Compensation not deducted elsewhere | 10 18,357,679. | 542,286. |
| | 11 Rents, royalties, and license fees | 11 8,565,807. | 253,034. |
| | 12 Interest | 12 | |
| | 13 Depreciation not deducted elsewhere | 13 1,911,889. | 56,477. |
| | 14 Depletion | 14 | |
| | 15 Taxes (exclude provision for income, war profits, and excess profits taxes) | 15 22,846. | 675. |
| | 16 Other deductions (attach schedule --- exclude provision for income, war profits, and excess profits taxes) SEE. STATEMENT. 2 | 16 21,625,973. | 638,831. |
| N E T I N C O M E | 17 Total deductions (add lines 10 through 16) | 17 50,484,194. | 1,491,303. |
| | 18 Net income or (loss) before extraordinary items, prior period adjustments, and the provision for income, war profits, and excess profits taxes (subtract line 17 from line 9) | 18 -5,610,447. | -165,732. |
| | 19 Extraordinary items and prior period adjustments (see instructions) | 19 | |
| | 20 Provision for income, war profits, and excess profits taxes (see instructions) | 20 848,247. | 25,057. |
| | 21 Current year net income or (loss) per books (line 18 plus line 19 minus line 20) | 21 -6,458,694. | -190,789. |

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Schedule E Income, War Profits, and Excess Profits Taxes Paid or Accrued (See instructions.)

| | (a) Name of country or U.S. possession | Amount of tax | |
|---|-------------------------------------------|----------------------------|------------------------|
| | | (b) In foreign currency | (c) Conversion rate |
| 1 | U.S. | | |
| 2 | TAIWAN | 671,037. | 0307030 |
| 3 | | | |
| 4 | | | |
| 5 | | | |
| 6 | | | |
| 7 | | | |
| 8 | Total | | 20,603. |

Schedule F Balance Sheet

Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See the instructions for an exception for DASTM corporations.

| Assets | | (a) Beginning of annual accounting period | (b) End of annual accounting period |
|--------------------------------------|-------------------------------------------------------------|-------------------------------------------------|-------------------------------------------|
| 1 | Cash | 136,617. | 97,633. |
| 2a | Trade notes and accounts receivable | 1,224,171. | 1,007,869. |
| b | Less allowance for bad debts | (8,098.) | (-17,589.) |
| 3 | Inventories | 352,801. | 334,864. |
| 4 | Other current assets (attach schedule) SEE STATEMENT 3 | 14,569. | 11,899. |
| 5 | Loans to stockholders and other related persons | | |
| 6 | Investment in subsidiaries (attach schedule) | | |
| 7 | Other investments (attach schedule) SEE STATEMENT 4 | 69,831. | 65,587. |
| 8a | Buildings and other depreciable assets | 1,044,444. | 907,102. |
| b | Less accumulated depreciation | (346,766.) | (297,964.) |
| 9a | Depletable assets | | |
| b | Less accumulated depletion | () | () |
| 10 | Land (net of any amortization) | | |
| 11 | Intangible assets: | | |
| a | Goodwill | | |
| b | Organization costs | | |
| c | Patents, trademarks, and other intangible assets | | |
| d | Less accumulated amortization for lines 11a, b, and c | () | () |
| 12 | Other assets (attach schedule) SEE STATEMENT 5 | 9,855. | 5,942. |
| 13 | Total assets | 2,497,424. | 2,150,521. |
| Liabilities and Stockholders' Equity | | | |
| 14 | Accounts payable | 74,211. | 29,077. |
| 15 | Other current liabilities (attach schedule) SEE STATEMENT 6 | 628,304. | 704,499. |
| 16 | Loans from stockholders and other related persons | 2,127,640. | 1,915,158. |
| 17 | Other liabilities (attach schedule) | 0. | 0. |
| 18 | Capital stock: | | |
| a | Preferred stock | | |
| b | Common stock | 693,910. | 655,270. |
| 19 | Paid-in or capital surplus (attach reconciliation) | 12. | 11. |
| 20 | Retained earnings | -1,026,653. | -1,153,494. |
| 21 | Less cost of treasury stock | () | () |
| 22 | Total liabilities and stockholders' equity | 2,497,424. | 2,150,521. |

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Schedule G Other Information

Yes No

- 1 During the tax year, did the foreign corporation own at least a 10% interest, directly or indirectly, in a foreign partnership? ☐ Yes ☒ No
If "Yes," see the instructions for required attachment.
- 2 During the tax year, did the foreign corporation own an interest in any trust? ☐ Yes ☒ No
- 3 During the tax year, did the foreign corporation own any foreign entities that were disregarded as entities separate from their owners under Regulations sections 301.7701-2 and 301.7701-3? ☐ Yes ☒ No
If "Yes," attach a statement listing the name, country under whose laws the entity was organized, and EIN (if any) of each entity.

Schedule H Current Earnings and Profits (See the instructions.)**Important:** Enter the amounts on lines 1 through 5c in functional currency.

| | | | | | |
|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|------------------|----|-------------|
| 1 | Current year net income or (loss) per foreign books of account. | | | 1 | -6,458,694. |
| 2 | Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions): | | | | |
| | | Net Additions | Net Subtractions | | |
| a | Capital gains or losses | | | | |
| b | Depreciation and amortization | | | | |
| c | Depletion | | | | |
| d | Investment or incentive allowance | | | | |
| e | Charges to statutory reserves | | | | |
| f | Inventory adjustments | | | | |
| g | Taxes | 177,210. | | | |
| h | Other (attach schedule) | 0. | 0. | | |
| 3 | Total net additions | 177,210. | | | |
| 4 | Total net subtractions | | 0. | | |
| 5a | Current earnings and profits (line 1 plus line 3 minus line 4) | | | 5a | -6,281,484. |
| b | DASTM gain or (loss) for foreign corporations that use DASTM (see instructions) | | | 5b | |
| c | Combine lines 5a and 5b | | | 5c | -6,281,484. |
| d | Current earnings and profits in U.S. dollars (line 5c translated at the appropriate exchange rate as defined in section 989(b) and the related regulations) (see instructions). | | | 5d | -185,555. |
| | Enter exchange rate used for line 5d ▶ | | | | 0.0295400 |

Schedule I Summary of Shareholder's Income From Foreign Corporation (See the instructions.)

| | | | |
|---|-------------------------------------------------------------------------------------------------------------------------------------|---|----|
| 1 | Subpart F income (line 40b, Worksheet A in the instructions) | 1 | |
| 2 | Earnings invested in U.S. property (line 17, Worksheet B in the instructions) | 2 | |
| 3 | Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions) | 3 | |
| 4 | Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions) | 4 | |
| 5 | Factoring income | 5 | |
| 6 | Total of lines 1 through 5. Enter here and on your income tax return. See instructions | 6 | 0. |
| 7 | Dividends received (translated at spot rate on payment date under section 989(b)(1)) | 7 | |
| 8 | Exchange gain or (loss) on a distribution of previously taxed income | 8 | |

Yes No

- Was any income of the foreign corporation blocked? ☐ Yes ☒ No
- Did any such income become unblocked during the tax year (see section 964(b))? ☐ Yes ☒ No

If the answer to either question is "Yes," attach an explanation.

**SCHEDULE J
(Form 5471)**(Rev. May 2001)
Department of the Treasury
Internal Revenue Service**Accumulated Earnings and Profits (E&P)
of Controlled Foreign Corporation**

OMB No. 1545-0704

► Attach to Form 5471. See instructions for Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W. R. GRACE TAIWAN, INC.

| Important. Enter amounts in functional currency. | (a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance) | (b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance) | (c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances) | | | (d) Total Section 964(a) E&P (combine columns (a), (b), and (c)) |
|------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------------|-----------------------------------------------------------------------------------|-------------------------------------------------|------------------------|------------------------------------------------------------------|
| | | | (i) Earnings Invested in U.S. Property | (ii) Earnings Invested in Excess Passive Assets | (iii) Subpart F Income | |
| 1 Balance at beginning of year | -44,054,044. | -2,106,545. | | | | -46,160,589. |
| 2a Current year E&P | | | | | | |
| b Current year deficit in E&P | 6,281,484. | | | | | |
| 3 Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b) | -50,335,528. | -2,106,545. | | | | |
| 4 Amounts included under sec. 951(a) or reclassified under section 959(c) in current year | | | | | | |
| 5a Actual distributions or reclassifications of previously taxed E&P | | | | | | |
| b Actual distributions of nonpreviously taxed E&P | | | | | | |
| 6a Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a) | | | 0. | 0. | 0. | |
| b Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b) | -50,335,528. | -2,106,545. | | | | |
| 7 Balance at end of year. (Enter amount from line 6a / line 6b, whichever is applic.) | -50,335,528. | -2,106,545. | 0. | 0. | 0. | -52,442,073. |

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule J (Form 5471) (Rev. 5-2001)

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NTF 35690

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SCHEDULE M
(Form 5471)
 (Rev. May 2001)
 Department of the Treasury
 Internal Revenue Service

**Transactions Between Controlled Foreign Corporation
 and Shareholders or Other Related Persons**

OMB No. 1545-0704

▶ Attach to Form 5471. See instructions for Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W. R. GRACE TAIWAN, INC.

Important: Complete a separate Schedule M for each controlled foreign corporation. Enter the totals for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). All amounts must be stated in U.S. dollars translated from functional currency at the average exchange rate for the foreign corporation's tax year. See the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ▶ New Taiwan Dollar 0.0295400

| (a) Transactions of foreign corporation | (b) U.S. person filing this return | (c) Any domestic corporation or partnership controlled by U.S. person filing this return | (d) Any other foreign corporation or partnership controlled by U.S. person filing this return | (e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return) | (f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation |
|-----------------------------------------------------------------------------------------------------------------------------------|------------------------------------|------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|
| 1 Sales of stock in trade (inventory) | | 150. | 10,020. | | |
| 2 Sales of property rights (patents, trademarks, etc.) | | | | | |
| 3 Compensation received for technical, managerial, engineering, construction, or like services | | | | | |
| 4 Commissions received | | | | | |
| 5 Rents, royalties, and license fees received | | | | | |
| 6 Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income) | | | | | |
| 7 Interest received | | | | | |
| 8 Premiums received for insurance or reinsurance | | | | | |
| 9 Add lines 1 through 8 | 0. | 150. | 10,020. | 0. | 0. |
| 10 Purchases of stock in trade (inventory) | | 756,555. | 869,944. | | |
| 11 Purchases of tangible property other than stock in trade | | | | | |
| 12 Purchases of property rights (patents, trademarks, etc.) | | | | | |
| 13 Compensation paid for technical, managerial, engineering, construction, or like services | | | 171,451. | | |
| 14 Commissions paid | | | | | |
| 15 Rents, royalties, and license fees paid | | 47,279. | | | |
| 16 Dividends paid | | | | | |
| 17 Interest paid | | 110,269. | | | |
| 18 Add lines 10 through 17 | 0. | 914,103. | 1,041,395. | 0. | 0. |
| 19 Amounts borrowed (enter the maximum loan balance during the year) -- see instructions | | 1,914,923. | | | |
| 20 Amounts loaned (enter the maximum loan balance during the year) -- see instructions | | | | | |

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 5-2001)

♥ 000786 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE TAIWAN, INC.

Tax Year Ended 12/31/2001

Form 5471 Page 2 Schedules

Other Income

| Description | Functional Currency | U.S. Dollars |
|--------------|------------------------|--------------|
| ----- | ----- | ----- |
| OTHER INCOME | -1,133,730 | -33,490 |
| | ----- | ----- |
| Total | -1,133,730 | -33,490 |
| | ===== | ===== |

000786 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE TAIWAN, INC.

Statement 2
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 2 Schedules

Other Deductions

| Description | Functional Currency | U.S. Dollars |
|---------------------------|------------------------|--------------|
| PROFESSIONAL, CORPORATION | 978,628 | 28,909 |
| ADVERTISING | 535,535 | 15,820 |
| GENERAL STATIONARY AND SU | 495,690 | 14,643 |
| TELEPHONE COMMUNICATIONS | 5,197,938 | 153,547 |
| OPERATING COSTS | 611,619 | 18,067 |
| UTILITIES | 430,480 | 12,716 |
| REPAIRS AND MAINTENANCE | 72,004 | 2,127 |
| INSURANCE | 633,186 | 18,704 |
| SERVICE CHARGES | 1,944,995 | 57,455 |
| OTHER DEDUCTIONS | 6,493,429 | 191,816 |
| INTER CORP. - OTHER EXP. | 4,232,469 | 125,027 |
| Total | 21,625,973 | 638,831 |

000786 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE TAIWAN, INC.

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 4 -- Other Current Assets

| Detail Description | Beginning | Ending |
|---------------------------|-----------|--------|
| OTHER PREPAYMENTS AND OTH | 9,223 | 11,899 |
| CURRENT DEFERRED TAXES | 5,346 | |
| Total | 14,569 | 11,899 |

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W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE TAIWAN, INC.

Statement 4
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 7 -- Other Investments

| Detail Description | Beginning | Ending |
|---------------------------|-----------|--------|
| MISCELLANEOUS INVESTMENTS | 69,831 | 65,587 |
| Total | 69,831 | 65,587 |

000786 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE TAIWAN, INC.

Statement 5
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 12 -- Other Assets

| Detail Description | Beginning | Ending |
|--------------------|-----------|--------|
| ----- | ----- | ----- |
| DEFERRED CHARGES | 9,855 | 5,942 |
| | ----- | ----- |
| Total | 9,855 | 5,942 |
| | ===== | ===== |

000786 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE TAIWAN, INC.

Statement 6
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

| Detail Description | Beginning | Ending |
|---------------------------|-----------|----------|
| ACCEPTANCE PAYABLE | 114,414 | 77,792 |
| ACCRUED CURRENT LIABILITY | 89,976 | 179,934 |
| INDEMNITIES, PENSIONS AND | -327,213 | -222,552 |
| INTER CORPORATE BAL. WITH | 751,127 | 669,325 |
| Total | 628,304 | 704,499 |

Form **5471**

(Rev. May 2001)

Department of the Treasury
Internal Revenue Service**Information Return of U.S. Persons With
Respect To Certain Foreign Corporations**

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by
section 898) (see instructions) beginning 01/01, 2001, and ending 12/31, 2001

OMB No. 1545-0704

File in Duplicate

(see When and
Where To File in the
instructions)

Name of person filing this return

W. R. GRACE & CO. & SUBSIDIARIES

A Identifying number

65-0773649

Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address)

5400 BROKEN SOUND BLVD. - SUITE 300

B Category of filer (See instructions. Check applicable box(es)):1 ☐ 2 ☐ 3 ☐ 4 ☒ 5 ☒

City or town, state, and ZIP code

BOCA RATON, FL 33487

**C Enter the total percentage of the foreign corporation's voting stock
you owned at the end of its annual accounting period** 100%

Filer's tax year beginning 01/01, 2001, and ending 12/31, 2001

D Person(s) on whose behalf this information return is filed:

| (1) Name | (2) Address | (3) Identifying number | (4) Check applicable box(es) | | |
|----------|-------------|------------------------|------------------------------|---------|----------|
| | | | Share- holder | Officer | Director |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

Important: Fill in all applicable lines and schedules. All information must be in the English language. All amounts must be stated in U.S. dollars unless otherwise indicated.**1a Name and address of foreign corporation**

W.R.GRACE THAILAND LTD.

253/2 BANGPOO INDUSTRIAL ESTATE, SUKHUMVIT RD
KM 34, MUANG SUMATPRAKERN 10280, THAILAND**b Employer identification number, if any****c Country under whose laws incorporated**
THAILAND**d Date of incorporation**

7/25/79

e Principal place of busn.

THAILAND

**f Principal business activity
code number**

325900

g Principal business activity
OTHER CHEMICAL
PRODUCT MFG**h Functional currency**

Thailand Baht

2 Provide the following information for the foreign corporation's accounting period stated above.**a Name, address, and identifying number of branch office or agent
(if any) in the United States**
NONE**b If a U.S. income tax return was filed, please show:**

(i) Taxable income or (loss)

(ii) U.S. income tax paid
(after all credits)**c Name and address of foreign corporation's statutory or resident
agent in country of incorporation****d Name and address (including corporate department, if applicable) of
person (or persons) with custody of books & records of the foreign
corporation, and the location of such books and records, if different**
R. INTARATHACHANG**Schedule A Stock of the Foreign Corporation****Part I — ALL Classes of Stock**

| (a) Description of each class of stock | (b) Number of shares issued and outstanding | |
|----------------------------------------|----------------------------------------------|-----------------------------------------|
| | (i) Beginning of annual accounting period | (ii) End of annual accounting period |
| COMMON | 61,000 | 61,000 |
| | | |
| | | |
| | | |

Part II — Additional Information for Preferred Stock

(To be completed only by Category 1 filers for foreign personal holding companies)

| (a) Description of each class of Preferred stock (Note: This description should match the corresponding description entered in Part I, column (a).) | (b) Par value in functional currency | (c) Rate of dividend | (d) Indicate whether stock is cumulative or noncumulative |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|----------------------|-----------------------------------------------------------------|
| | | | |
| | | | |
| | | | |

For Paperwork Reduction Act Notice, see the separate instructions.

Form **5471** (Rev. 5-2001)

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Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

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Form 5471 (Rev. 5-2001)

Schedule E Income, War Profits, and Excess Profits Taxes Paid or Accrued (See instructions.)

| (a) Name of country or U.S. possession | Amount of tax | | |
|-------------------------------------------|----------------------------|------------------------|------------------------|
| | (b) In foreign currency | (c) Conversion rate | (d) In U.S. dollars |
| 1 U.S. | | | |
| 2 THAILAND | 1,696,904. | 0225130 | 38,202. |
| 3 | | | |
| 4 | | | |
| 5 | | | |
| 6 | | | |
| 7 | | | |
| 8 Total | | | 38,202. |

Schedule F Balance Sheet

Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See the instructions for an exception for DASTM corporations.

| Assets | | (a) Beginning of annual accounting period | (b) End of annual accounting period |
|----------------------------------------------------------------|--|-------------------------------------------------|-------------------------------------------|
| 1 Cash | | 1 -110,001. | 622,166. |
| 2a Trade notes and accounts receivable | | 2a 2,762,515. | 2,741,580. |
| b Less allowance for bad debts | | 2b (38,663.) | (-84,079.) |
| 3 Inventories | | 3 1,085,770. | 1,443,158. |
| 4 Other current assets (attach schedule) SEE STATEMENT 3 | | 4 44,840. | 15,790. |
| 5 Loans to stockholders and other related persons | | 5 | |
| 6 Investment in subsidiaries (attach schedule) | | 6 | |
| 7 Other investments (attach schedule) SEE STATEMENT 4 | | 7 45,816. | 39,938. |
| 8a Buildings and other depreciable assets | | 8a 2,577,818. | 2,564,347. |
| b Less accumulated depreciation | | 8b (1,293,005.) | (1,391,337.) |
| 9a Depletable assets | | 9a | |
| b Less accumulated depletion | | 9b () | () |
| 10 Land (net of any amortization) | | 10 111,512. | 107,185. |
| 11 Intangible assets: | | | |
| a Goodwill | | 11a | |
| b Organization costs | | 11b | |
| c Patents, trademarks, and other intangible assets | | 11c | |
| d Less accumulated amortization for lines 11a, b, and c | | 11d () | () |
| 12 Other assets (attach schedule) SEE STATEMENT 5 | | 12 73,995. | 55,151. |
| 13 Total assets | | 13 5,260,597. | 6,282,057. |
| Liabilities and Stockholders' Equity | | | |
| 14 Accounts payable | | 14 2,161,921. | 1,411,035. |
| 15 Other current liabilities (attach schedule) SEE STATEMENT 6 | | 15 1,284,073. | 1,274,830. |
| 16 Loans from stockholders and other related persons | | 16 3,385,887. | 5,165,587. |
| 17 Other liabilities (attach schedule) | | 17 0. | 0. |
| 18 Capital stock: | | | |
| a Preferred stock | | 18a | |
| b Common stock | | 18b 35,761. | 34,374. |
| 19 Paid-in or capital surplus (attach reconciliation) | | 19 0. | 0. |
| 20 Retained earnings | | 20 -1,607,045. | -1,603,769. |
| 21 Less cost of treasury stock | | 21 () | () |
| 22 Total liabilities and stockholders' equity | | 22 5,260,597. | 6,282,057. |

Form 5471 (Rev. 5-2001)

Schedule G Other Information

Yes No

- 1 During the tax year, did the foreign corporation own at least a 10% interest, directly or indirectly, in a foreign partnership? ☐ Yes ☒ No
If "Yes," see the instructions for required attachment.
- 2 During the tax year, did the foreign corporation own an interest in any trust? ☐ Yes ☒ No
- 3 During the tax year, did the foreign corporation own any foreign entities that were disregarded as entities separate from their owners under Regulations sections 301.7701-2 and 301.7701-3? ☐ Yes ☒ No
If "Yes," attach a statement listing the name, country under whose laws the entity was organized, and EIN (if any) of each entity.

Schedule H Current Earnings and Profits (See the instructions.)**Important:** Enter the amounts on lines 1 through 5c in functional currency.

| | | | | | |
|----------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|------------------|----|-------------|
| 1 | Current year net income or (loss) per foreign books of account. | | | 1 | -2,621,487. |
| 2 | Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions): | | | | |
| | | Net Additions | Net Subtractions | | |
| a | Capital gains or losses | | | | |
| b | Depreciation and amortization | | | | |
| c | Depletion | | | | |
| d | Investment or incentive allowance | | | | |
| e | Charges to statutory reserves | | | | |
| f | Inventory adjustments | | | | |
| g | Taxes | | | | |
| h | Other (attach schedule) | 0. | 0. | | |
| 3 | Total net additions | 0. | | | |
| 4 | Total net subtractions | | 0. | | |
| 5a | Current earnings and profits (line 1 plus line 3 minus line 4) | | | 5a | -2,621,487. |
| b | DASTM gain or (loss) for foreign corporations that use DASTM (see instructions) | | | 5b | |
| c | Combine lines 5a and 5b | | | 5c | -2,621,487. |
| d | Current earnings and profits in U.S. dollars (line 5c translated at the appropriate exchange rate as defined in section 989(b) and the related regulations) (see instructions). | | | 5d | -58,957. |
| Enter exchange rate used for line 5d ▶ | | | | | 0.0224900 |

Schedule I Summary of Shareholder's Income From Foreign Corporation (See the instructions.)

| | | | |
|---|-------------------------------------------------------------------------------------------------------------------------------------|---|----|
| 1 | Subpart F income (line 40b, Worksheet A in the instructions) | 1 | |
| 2 | Earnings invested in U.S. property (line 17, Worksheet B in the instructions) | 2 | |
| 3 | Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions) | 3 | |
| 4 | Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions) | 4 | |
| 5 | Factoring income | 5 | |
| 6 | Total of lines 1 through 5. Enter here and on your income tax return. See instructions | 6 | 0. |
| 7 | Dividends received (translated at spot rate on payment date under section 989(b)(1)) | 7 | |
| 8 | Exchange gain or (loss) on a distribution of previously taxed income. | 8 | |

Yes No

- Was any income of the foreign corporation blocked? ☐ Yes ☒ No
- Did any such income become unblocked during the tax year (see section 964(b))? ☐ Yes ☒ No
- If the answer to either question is "Yes," attach an explanation.

**SCHEDULE J
(Form 5471)**(Rev. May 2001)
Department of the Treasury
Internal Revenue Service**Accumulated Earnings and Profits (E&P)
of Controlled Foreign Corporation**

OMB No. 1545-0704

▶ Attach to Form 5471. See instructions for Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W.R.GRACE THAILAND LTD.

| Important. Enter amounts in functional currency. | (a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance) | (b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance) | (c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances) | | | (d) Total Section 964(a) E&P (combine columns (a), (b), and (c)) |
|------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------------|-----------------------------------------------------------------------------------|-------------------------------------------------|------------------------|------------------------------------------------------------------|
| | | | (i) Earnings Invested in U.S. Property | (ii) Earnings Invested in Excess Passive Assets | (iii) Subpart F Income | |
| 1 Balance at beginning of year | -88,941,546. | 30,438,067. | | | | -58,503,479. |
| 2a Current year E&P | | | | | | |
| b Current year deficit in E&P | 2,621,487. | | | | | |
| 3 Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b) | -91,563,033. | 30,438,067. | | | | |
| 4 Amounts included under sec. 951(a) or reclassified under section 959(c) in current year | | | | | | |
| 5a Actual distributions or reclassifications of previously taxed E&P | | | | | | |
| b Actual distributions of nonpreviously taxed E&P | | | | | | |
| 6a Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a) | | | 0. | 0. | 0. | |
| b Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b) | -91,563,033. | 30,438,067. | | | | |
| 7 Balance at end of year. (Enter amount from line 6a / line 6b, whichever is applic.) | -91,563,033. | 30,438,067. | 0. | 0. | 0. | -61,124,966. |

For Paperwork Reduction Act Notice, see the instructions for Form 5471.

Schedule J (Form 5471) (Rev. 5-2001)

**SCHEDULE M
(Form 5471)**

(Rev. May 2001)

Department of the Treasury
Internal Revenue Service**Transactions Between Controlled Foreign Corporation
and Shareholders or Other Related Persons**

OMB No. 1545-0704

▶ Attach to Form 5471. See instructions for Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W.R.GRACE THAILAND LTD.

Important: Complete a separate Schedule M for each controlled foreign corporation. Enter the totals for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). All amounts must be stated in U.S. dollars translated from functional currency at the average exchange rate for the foreign corporation's tax year. See the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ▶ Thailand Baht 0.0224900

| (a) Transactions of foreign corporation | (b) U.S. person filing this return | (c) Any domestic corporation or partnership controlled by U.S. person filing this return | (d) Any other foreign corporation or partnership controlled by U.S. person filing this return | (e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return) | (f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation |
|-------------------------------------------------------------------------------------------------------------------------------|------------------------------------|------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|
| 1 Sales of stock in trade (inventory) | | | 1,514,336. | | |
| 2 Sales of property rights (patents, trademarks, etc.) | | | | | |
| 3 Compensation received for technical, managerial, engineering, construction, or like services. | | | | | |
| 4 Commissions received | | | | | |
| 5 Rents, royalties, and license fees received. | | | | | |
| 6 Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income). | | | | | |
| 7 Interest received | | | | | |
| 8 Premiums received for insurance or reinsurance. | | | | | |
| 9 Add lines 1 through 8 | 0. | 0. | 1,514,336. | 0. | 0. |
| 10 Purchases of stock in trade (inventory) | | 516,600. | 2,936,546. | | |
| 11 Purchases of tangible property other than stock in trade | | | | | |
| 12 Purchases of property rights (patents, trademarks, etc.) | | | | | |
| 13 Compensation paid for technical, managerial, engineering, construction, or like services. | | 216,000. | 169,303. | | |
| 14 Commissions paid. | | | | | |
| 15 Rents, royalties, and license fees paid. | | 202,726. | 112,896. | | |
| 16 Dividends paid | | | 164,652. | | |
| 17 Interest paid | | | | | |
| 18 Add lines 10 through 17 | 0. | 935,326. | 3,383,397. | 0. | 0. |
| 19 Amounts borrowed (enter the maximum loan balance during the year) -- see instructions ... | | | 5,038,750. | | |
| 20 Amounts loaned (enter the maximum loan balance during the year) -- see instructions ... | | | | | |

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 5-2001)

000763 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
W.R.GRACE THAILAND LTD.

Statement 1
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 2 Schedules

Other Income

| Description | Functional Currency | U.S. Dollars |
|--------------|------------------------|--------------|
| ----- | ----- | ----- |
| OTHER INCOME | 6,129,578 | 137,854 |
| | ----- | ----- |
| Total | 6,129,578 | 137,854 |
| | ===== | ===== |

000763 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
W.R.GRACE THAILAND LTD.

Statement 2
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 2 Schedules

Other Deductions

| Description | Functional Currency | U.S. Dollars |
|---------------------------|------------------------|--------------|
| PROFESSIONAL, CORPORATION | 2,188,302 | 49,215 |
| CHARITABLE DEDUCTIONS | 38,000 | 855 |
| ADVERTISING | 2,190,433 | 49,263 |
| GENERAL STATIONARY AND SU | 1,984,582 | 44,633 |
| TELEPHONE COMMUNICATIONS | 19,989,330 | 449,560 |
| OPERATING COSTS | 7,600,923 | 170,945 |
| UTILITIES | 1,116,682 | 25,114 |
| REPAIRS AND MAINTENANCE | 2,819,267 | 63,405 |
| INSURANCE | 1,062,323 | 23,892 |
| SERVICE CHARGES | 4,485,209 | 100,872 |
| Total | 43,475,051 | 977,754 |

000763 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
W.R.GRACE THAILAND LTD.

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 4 -- Other Current Assets

| Detail Description | Beginning | Ending |
|---------------------------|-----------|--------|
| OTHER PREPAYMENTS AND OTH | 44,840 | 15,790 |
| Total | 44,840 | 15,790 |

000763 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
W.R.GRACE THAILAND LTD.

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 7 -- Other Investments

| Detail Description | Beginning | Ending |
|---------------------------|-----------|--------|
| MISCELLANEOUS INVESTMENTS | 45,816 | 39,938 |
| Total | 45,816 | 39,938 |

000763 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
W.R.GRACE THAILAND LTD.

Statement 5
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 12 -- Other Assets

| Detail Description | Beginning | Ending |
|--------------------|-----------|--------|
| ----- | ----- | ----- |
| DEFERRED CHARGES | 73,995 | 55,151 |
| | ----- | ----- |
| Total | 73,995 | 55,151 |
| | ===== | ===== |

000763 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
W.R.GRACE THAILAND LTD.

Statement 6
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

| Detail Description | Beginning | Ending |
|---------------------------|-----------|-----------|
| ----- | ----- | ----- |
| ACCEPTANCE PAYABLE | 126,769 | 117,382 |
| ACCRUED CURRENT LIABILITI | 191,290 | 243,316 |
| INTER CORPORATE BAL. WITH | 966,014 | 914,132 |
| ----- | ----- | ----- |
| Total | 1,284,073 | 1,274,830 |
| | ===== | ===== |

000304 09/03/2002

Form **5471**

(Rev. May 2001)

Department of the Treasury
Internal Revenue Service**Information Return of U.S. Persons With
Respect To Certain Foreign Corporations**

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by
section 898) (see instructions) beginning 01/01, 2001, and ending 12/31, 2001

OMB No. 1545-0704

File In Duplicate
(see **When and
Where To File** in the
instructions)

Name of person filing this return

W. R. GRACE & CO. & SUBSIDIARIES

Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address)

5400 BROKEN SOUND BLVD. - SUITE 300

City or town, state, and ZIP code

BOCA RATON, FL 33487

A Identifying number

65-0773649

B Category of filer (See instructions. Check applicable box(es)):1 ☐ 2 ☐ 3 ☐ 4 ☒ 5 ☒**C** Enter the total percentage of the foreign corporation's voting stock
you owned at the end of its annual accounting period 100 %

Filer's tax year beginning 01/01, 2001, and ending 12/31, 2001

D Person(s) on whose behalf this information return is filed:

| (1) Name | (2) Address | (3) Identifying number | (4) Check applicable box(es) | | |
|----------|-------------|------------------------|------------------------------|---------|----------|
| | | | Shareholder | Officer | Director |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

Important: Fill in all applicable lines and schedules. All information must be in the English language. All amounts must be stated in U.S. dollars unless otherwise indicated.**1a** Name and address of foreign corporation

GRACE VENEZUELA, S.A.

PROLONGACION AV MICHELENA

C/C NORTE SUR 3 ZONA INDUSTRIAL MUNICIPAL, VALENCIA, VENEZUELA

b Employer identification number, if any**c** Country under whose laws incorporated
VENEZUELA**d** Date of incorporation

03/16/60

e Principal place of busn.

VENEZUELA

f Principal business activity
code number

325900

g Principal business activityOTHER CHEMICAL
PRODUCT MFG**h** Functional currency

Venezuelan Bolivar

2 Provide the following information for the foreign corporation's accounting period stated above.

| | | |
|-----------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|
| a Name, address, and identifying number of branch office or agent (if any) in the United States NONE | b If a U.S. income tax return was filed, please show: | |
| | (i) Taxable income or (loss) | (ii) U.S. income tax paid (after all credits) |
| c Name and address of foreign corporation's statutory or resident agent in country of incorporation | d Name and address (including corporate department, if applicable) of person (or persons) with custody of books & records of the foreign corporation, and the location of such books and records, if different Fatima De Gois | |

Schedule A Stock of the Foreign Corporation**Part I — ALL Classes of Stock**

| (a) Description of each class of stock | (b) Number of shares issued and outstanding | |
|----------------------------------------|---------------------------------------------|--------------------------------------|
| | (i) Beginning of annual accounting period | (ii) End of annual accounting period |
| COMMON | 11,298,740 | 11,298,740 |
| | | |
| | | |
| | | |

Part II — Additional Information for Preferred Stock

(To be completed only by Category 1 filers for foreign personal holding companies)

| (a) Description of each class of Preferred stock (Note: This description should match the corresponding description entered in Part I, column (a).) | (b) Par value in functional currency | (c) Rate of dividend | (d) Indicate whether stock is cumulative or noncumulative |
|--------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|----------------------|-----------------------------------------------------------|
| | | | |
| | | | |
| | | | |

For Paperwork Reduction Act Notice, see the separate instructions.

Form **5471** (Rev. 5-2001)

Schedule E **Income, War Profits, and Excess Profits Taxes Paid or Accrued** (See instructions.)

| (a) Name of country or U.S. possession | Amount of tax | | |
|-------------------------------------------|----------------------------|------------------------|------------------------|
| | (b) In foreign currency | (c) Conversion rate | (d) In U.S. dollars |
| 1 U.S. | | | |
| 2 VENEZUELA | 122,011,349. | 0013538 | 165,179. |
| 3 | | | |
| 4 | | | |
| 5 | | | |
| 6 | | | |
| 7 | | | |
| 8 Total | | | 165,179. |

Schedule F **Balance Sheet**

Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See the instructions for an exception for DASTM corporations.

| Assets | (a) Beginning of annual accounting period | | (b) End of annual accounting period | |
|---------------------------------------------------------|-------------------------------------------------|-------------|-------------------------------------------|-----------------|
| | | | | |
| 1 Cash | 1 | 1,305,998. | 1,487,485. | |
| 2a Trade notes and accounts receivable | 2a | 1,695,360. | 1,631,555. | |
| b Less allowance for bad debts | 2b | (-644,917.) | (-553,629.) | |
| 3 Inventories | 3 | 1,315,893. | 889,599. | |
| 4 Other current assets (attach schedule) | 4 | 23,800. | 36,472. | SEE STATEMENT 3 |
| 5 Loans to stockholders and other related persons | 5 | | | |
| 6 Investment in subsidiaries (attach schedule) | 6 | | | |
| 7 Other investments (attach schedule) | 7 | 0. | 0. | SEE STATEMENT 4 |
| 8a Buildings and other depreciable assets | 8a | 1,722,785. | 1,595,908. | |
| b Less accumulated depreciation | 8b | (781,936.) | (858,550.) | |
| 9a Depletable assets | 9a | | | |
| b Less accumulated depletion | 9b | () | () | |
| 10 Land (net of any amortization) | 10 | 34,696. | 32,027. | |
| 11 Intangible assets: | | | | |
| a Goodwill | 11a | | | |
| b Organization costs | 11b | | | |
| c Patents, trademarks, and other intangible assets | 11c | | | |
| d Less accumulated amortization for lines 11a, b, and c | 11d | () | () | |
| 12 Other assets (attach schedule) | 12 | 184,548. | 89,162. | SEE STATEMENT 5 |
| 13 Total assets | 13 | 6,146,061. | 5,457,287. | |
| Liabilities and Stockholders' Equity | | | | |
| 14 Accounts payable | 14 | 392,921. | 71,632. | |
| 15 Other current liabilities (attach schedule) | 15 | 1,079,047. | 1,110,728. | SEE STATEMENT 6 |
| 16 Loans from stockholders and other related persons | 16 | -3,569,708. | -3,714,435. | |
| 17 Other liabilities (attach schedule) | 17 | 0. | 0. | |
| 18 Capital stock: | | | | |
| a Preferred stock | 18a | | | |
| b Common stock | 18b | 1,335,978. | 1,233,210. | |
| 19 Paid-in or capital surplus (attach reconciliation) | 19 | 279,742. | 258,224. | |
| 20 Retained earnings | 20 | 6,628,081. | 6,497,928. | |
| 21 Less cost of treasury stock | 21 | () | () | |
| 22 Total liabilities and stockholders' equity | 22 | 6,146,061. | 5,457,287. | |

Schedule G Other Information

- Yes No
- 1 During the tax year, did the foreign corporation own at least a 10% interest, directly or indirectly, in a foreign partnership? ☐ ☒
If "Yes," see the instructions for required attachment.
- 2 During the tax year, did the foreign corporation own an interest in any trust? ☐ ☒
- 3 During the tax year, did the foreign corporation own any foreign entities that were disregarded as entities separate from their owners under Regulations sections 301.7701-2 and 301.7701-3? ☐ ☒
If "Yes," attach a statement listing the name, country under whose laws the entity was organized, and EIN (if any) of each entity.

Schedule H Current Earnings and Profits (See the instructions.)**Important:** Enter the amounts on lines 1 through 5c in functional currency.

| | | | |
|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|------------------|
| 1 | Current year net income or (loss) per foreign books of account. | 1 | 287,651,207. |
| 2 | Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions): | | |
| | | Net Additions | Net Subtractions |
| a | Capital gains or losses | | |
| b | Depreciation and amortization | | |
| c | Depletion | | |
| d | Investment or incentive allowance | | |
| e | Charges to statutory reserves | | |
| f | Inventory adjustments | | |
| g | Taxes | 37,073,108. | |
| h | Other (attach schedule) | 0. | 0. |
| 3 | Total net additions | 37,073,108. | |
| 4 | Total net subtractions | | 0. |
| 5a | Current earnings and profits (line 1 plus line 3 minus line 4) | 5a | 324,724,315. |
| b | DASTM gain or (loss) for foreign corporations that use DASTM (see instructions) | 5b | |
| c | Combine lines 5a and 5b | 5c | 324,724,315. |
| d | Current earnings and profits in U.S. dollars (line 5c translated at the appropriate exchange rate as defined in section 989(b) and the related regulations) (see instructions). | 5d | 448,120. |

Enter exchange rate used for line 5d ▶ 0.0013800

Schedule I Summary of Shareholder's Income From Foreign Corporation (See the instructions.)

| | | | |
|---|-------------------------------------------------------------------------------------------------------------------------------------|---|----|
| 1 | Subpart F income (line 40b, Worksheet A in the instructions) | 1 | |
| 2 | Earnings invested in U.S. property (line 17, Worksheet B in the instructions) | 2 | |
| 3 | Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions) | 3 | |
| 4 | Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions) | 4 | |
| 5 | Factoring income | 5 | |
| 6 | Total of lines 1 through 5. Enter here and on your income tax return. See instructions | 6 | 0. |
| 7 | Dividends received (translated at spot rate on payment date under section 989(b)(1)) | 7 | |
| 8 | Exchange gain or (loss) on a distribution of previously taxed income | 8 | |

- Yes No
- Was any income of the foreign corporation blocked? ☐ ☒
- Did any such income become unblocked during the tax year (see section 964(b))? ☐ ☒
- If the answer to either question is "Yes," attach an explanation.

000304 09/03/2002

**SCHEDULE J
(Form 5471)**(Rev. May 2001)
Department of the Treasury
Internal Revenue Service**Accumulated Earnings and Profits (E&P)
of Controlled Foreign Corporation**

OMB No. 1545-0704

▶ Attach to Form 5471. See instructions for Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

GRACE VENEZUELA, S.A.

| Important. Enter amounts in functional currency. | (a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance) | (b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance) | (c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances) | | | (d) Total Section 964(a) E&P (combine columns (a), (b), and (c)) |
|------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------------|-----------------------------------------------------------------------------------|-------------------------------------------------|------------------------|------------------------------------------------------------------|
| | | | (i) Earnings Invested in U.S. Property | (ii) Earnings Invested in Excess Passive Assets | (iii) Subpart F Income | |
| 1 Balance at beginning of year | 3,411,433,443. | 11,457,892. | | | | 3,422,891,335. |
| 2a Current year E&P | 324,724,315. | | | | | |
| b Current year deficit in E&P | | | | | | |
| 3 Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b) | 3,736,157,758. | 11,457,892. | | | | |
| 4 Amounts included under sec. 951(a) or reclassified under section 959(c) in current year | | | | | | |
| 5a Actual distributions or reclassifications of previously taxed E&P | | | | | | |
| b Actual distributions of nonpreviously taxed E&P | | | | | | |
| 6a Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a) | | | 0. | 0. | 0. | |
| b Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b) | 3,736,157,758. | 11,457,892. | | | | |
| 7 Balance at end of year. (Enter amount from line 6a / line 6b, whichever is applic.) | 3,736,157,758. | 11,457,892. | 0. | 0. | 0. | 3,747,615,650. |

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule J (Form 5471) (Rev. 5-2001)

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SCHEDULE M
(Form 5471)
(Rev. May 2001)
Department of the Treasury
Internal Revenue Service

**Transactions Between Controlled Foreign Corporation
and Shareholders or Other Related Persons**

OMB No. 1545-0704

▶ Attach to Form 5471. See instructions for Form 5471.

Name of person filing Form 5471 **W. R. GRACE & CO. & SUBSIDIARIES** Identifying number **65-0773649**

Name of foreign corporation
GRACE VENEZUELA, S.A.

Important: Complete a separate Schedule M for each controlled foreign corporation. Enter the totals for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). All amounts must be stated in U.S. dollars translated from functional currency at the average exchange rate for the foreign corporation's tax year. See the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ▶ **Venezuelan Bolivar 0.0013800**

| (a) Transactions of foreign corporation | (b) U.S. person filing this return | (c) Any domestic corporation or partnership controlled by U.S. person filing this return | (d) Any other foreign corporation or partnership controlled by U.S. person filing this return | (e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return) | (f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation |
|------------------------------------------------------------------------------------------------------------------------------|------------------------------------|------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|
| 1 Sales of stock in trade (inventory)..... | | 38,065. | 132,119. | | |
| 2 Sales of property rights (patents, trademarks, etc.).... | | | | | |
| 3 Compensation received for technical, managerial, engineering, construction, or like services..... | | | | | |
| 4 Commissions received | | | | | |
| 5 Rents, royalties, and license fees received..... | | | | | |
| 6 Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income)..... | | | | | |
| 7 Interest received | | | 223,754. | | |
| 8 Premiums received for insurance or reinsurance..... | | | | | |
| 9 Add lines 1 through 8 | 0. | 38,065. | 355,873. | 0. | 0. |
| 10 Purchases of stock in trade (inventory)..... | | 229,520. | 150,579. | | |
| 11 Purchases of tangible property other than stock in trade | | | | | |
| 12 Purchases of property rights (patents, trademarks, etc.).... | | | | | |
| 13 Compensation paid for technical, managerial, engineering, construction, or like services..... | | | | | |
| 14 Commissions paid..... | | | | | |
| 15 Rents, royalties, and license fees paid | | | | | |
| 16 Dividends paid | | | | | |
| 17 Interest paid | | | | | |
| 18 Add lines 10 through 17 | 0. | 229,520. | 150,579. | 0. | 0. |
| 19 Amounts borrowed (enter the maximum loan balance during the year) -- see instructions ... | | | | | |
| 20 Amounts loaned (enter the maximum loan balance during the year) -- see instructions ... | | | 3,380,576. | | |

For Paperwork Reduction Act Notice, see the instructions for Form 5471.

Schedule M (Form 5471) (Rev. 5-2001)

000304 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
GRACE VENEZUELA, S.A.

Statement 1
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 2 Schedules

Other Income

| Description | Functional Currency | U.S. Dollars |
|--------------|------------------------|--------------|
| ----- | ----- | ----- |
| OTHER INCOME | 364,215,728 | 502,618 |
| | ----- | ----- |
| Total | 364,215,728 | 502,618 |
| | ===== | ===== |

000304 09/03/2002
 W. R. GRACE & CO. & SUBSIDIARIES
 GRACE VENEZUELA, S.A.

Statement 2
 65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 2 Schedules

Other Deductions

| Description | Functional Currency | U.S. Dollars |
|---------------------------|------------------------|--------------|
| PROFESSIONAL, CORPORATION | 49,639,372 | 68,502 |
| CHARITABLE DEDUCTIONS | 100,000 | 138 |
| ADVERTISING | 32,331,675 | 44,618 |
| GENERAL STATIONARY AND SU | 21,474,187 | 29,634 |
| TELEPHONE COMMUNICATIONS | 149,684,299 | 206,564 |
| OPERATING COSTS | 56,277,284 | 77,663 |
| UTILITIES | 8,107,579 | 11,188 |
| REPAIRS AND MAINTENANCE | 3,015,263 | 4,161 |
| INSURANCE | 26,124,759 | 36,052 |
| SERVICE CHARGES | 154,962,278 | 213,848 |
| OTHER DEDUCTIONS | 144,632,213 | 199,592 |
| Total | 646,348,909 | 891,960 |

♥ 000304 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
GRACE VENEZUELA, S.A.

Statement 3
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 4 --- Other Current Assets

| Detail Description | Beginning | Ending |
|---------------------------|-----------|--------|
| OTHER PREPAYMENTS AND OTH | 23,800 | 36,472 |
| Total | 23,800 | 36,472 |

000304 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
GRACE VENEZUELA, S.A.

Statement 4
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 7 -- Other Investments

| Detail Description | Beginning | Ending |
|--------------------|-----------|--------|
| | 0 | 0 |
| Total | 0 | 0 |

000304 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
GRACE VENEZUELA, S.A.

Statement 5
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 12 -- Other Assets

| Detail Description | Beginning | Ending |
|--------------------|-----------|--------|
| DEFERRED CHARGES | 184,548 | 89,162 |
| Total | 184,548 | 89,162 |

000304 09/03/2002
W. R. GRACE & CO. & SUBSIDIARIES
GRACE VENEZUELA, S.A.

Statement 6
65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

| Detail Description | Beginning | Ending |
|---------------------------|-----------|-----------|
| ACCEPTANCE PAYABLE | 9,364 | 7,611 |
| INCOME TAXES PAYABLE | 45,165 | 32,684 |
| ACCRUED CURRENT LIABILITY | 522,352 | 602,488 |
| DEFERRED INCOME | -71,872 | |
| INDEMNITIES, PENSIONS AND | 421,360 | 395,922 |
| INTER CORPORATE BAL. WITH | 152,678 | 72,023 |
| Total | 1,079,047 | 1,110,728 |

FILED PURSUANT TO REV. PROC. 92-70 FOR DORMANT FOREIGN CORPORATIONS

Form **5471**

(Rev. May 2001)

Department of the Treasury
Internal Revenue Service**Information Return of U.S. Persons With
Respect To Certain Foreign Corporations**

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by
section 898) (see instructions) beginning 01/01, 2001, and ending 12/31, 2001

OMB No. 1545-0704

File In Duplicate
(see When and
Where To File in the
instructions)

Name of person filing this return

W. R. GRACE & CO. & SUBSIDIARIES

A Identifying number

65-0773649

Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address)

5400 BROKEN SOUND BLVD. - SUITE 300

B Category of filer (See instructions. Check applicable box(es)):1 ☐ 2 ☐ 3 ☐ 4 ☒ 5 ☒

City or town, state, and ZIP code

BOCA RATON, FL 33487

C Enter the total percentage of the foreign corporation's voting stock

you owned at the end of its annual accounting period 100.000000 %

Filer's tax year beginning 01/01

, 2001

, and ending 12/31

, 2001

D Person(s) on whose behalf this information return is filed:

| (1) Name | (2) Address | (3) Identifying number | (4) Check applicable box(es) | | |
|----------|-------------|------------------------|------------------------------|---------|----------|
| | | | Shareholder | Officer | Director |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

Important: Fill in all applicable lines and schedules. All information must be in the English language. All amounts must be stated in U.S. dollars unless otherwise indicated.**1a Name and address of foreign corporation**

INVERSIONES GSC, S.A.

PROLONGACION AV. MICHELENA CRUCE CON CALLE

NORTE-SUR-3, ZONA IND. MUNICIPAL, VALENCIA, VZA 2003

b Employer identification number, if any**c Country under whose laws incorporated**

VENEZUELA

d Date of incorporation

12/26/91

e Principal place of busn.**f Principal business activity
code number****g Principal business activity****h Functional currency****2 Provide the following information for the foreign corporation's accounting period stated above.****a Name, address, and identifying number of branch office or agent
(if any) in the United States****b If a U.S. income tax return was filed, please show:**

(i) Taxable income or (loss)

(ii) U.S. income tax paid
(after all credits)**c Name and address of foreign corporation's statutory or resident
agent in country of incorporation****d Name and address (including corporate department, if applicable) of
person (or persons) with custody of books & records of the foreign
corporation, and the location of such books and records, if different****Schedule A Stock of the Foreign Corporation****Part I — ALL Classes of Stock**

| (a) Description of each class of stock | (b) Number of shares issued and outstanding | |
|----------------------------------------|----------------------------------------------|-----------------------------------------|
| | (i) Beginning of annual accounting period | (ii) End of annual accounting period |
| | | |
| | | |
| | | |

Part II — Additional Information for Preferred Stock

(To be completed only by Category 1 filers for foreign personal holding companies)

| (a) Description of each class of Preferred stock (Note: This description should match the corresponding description entered in Part I, column (a).) | (b) Par value in functional currency | (c) Rate of dividend | (d) Indicate whether stock is cumulative or noncumulative |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|----------------------|-----------------------------------------------------------------|
| | | | |
| | | | |
| | | | |

For Paperwork Reduction Act Notice, see the separate instructions.

Form **5471** (Rev. 5-2001)